

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

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In re:	PROMESA
	Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <u>et al.</u> ,	(Jointly Administered)
Debtors. <sup>1</sup>	

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In re:	
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	No. 17 BK 3567-LTS
as representative of	
PUERTO RICO HIGHWAYS AND TRANSPORTATION AUTHORITY	

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the "Commonwealth") (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

## **ORDER ON MOTIONS TO SEAL**

### **I. INTRODUCTION**

This matter is before the Court on the *Motion of Ambac Assurance Corporation, Assured Guaranty Corp., National Public Finance Guarantee Corporation, Financial Guaranty Insurance Company, the Bank of New York Mellon, and U.S. Bank Trust National Association to File Documents Related to Lift Stay Motions Under Seal* (Dkt. No. 13016 in 17-BK-3283 and Dkt. No. 784 in 17-BK-3567) (the “Motion to Seal”). The Court has also received and reviewed AAFAF’s response regarding the Motion to Seal. (Dkt. No. 13173 in 17-BK-3283 and Dkt. No. 809 in 17-BK-3567) (the “AAFAF Response”).

In the Motion to Seal, the movants seek orders from the Court permitting the filing of certain materials, including briefs, declarations, and an expert report, in connection with their Lift Stay Motions under seal to prevent the public disclosure of certain documents marked “Confidential” by AAFAF pursuant to the Protective Order governing discovery in the Lift Stay Motion proceedings. (Dkt. No. 12912 in 17-BK-3283 and Dkt. No. 771 in 17-BK-3567). Specifically, Movants seek to file under seal Docket Numbers 12996, 13000, 13001, 13002, 13005, 13008, and 13010 in Case Number 17-BK-3283, Docket Numbers 778 and 781 in Case Number 17-BK-3567, and the *Declaration of William J. Natbony in Support of Reply in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection* and its accompanying exhibits, a redacted public version of which was filed as Dkt. No. 13004 in Case

No. 17-BK-3283-LTS and Dkt. No. 780 in Case No. 17-BK-3567-LTS (together, the “Confidential Filings”).

The Court allowed temporary sealing of the Confidential Filings and requested that the Government Parties submit supplemental briefing justifying continued sealing of these materials. (See Dkt. No. 13029 in 17-BK-3283 and Dkt. No. 784 in 17-BK-3567).

Thereafter, movants filed a Motion to Redact (Dkt. No. 13047 in 17-BK-3283 and Dkt. No. 792 in 17-BK-3567) in which they requested to substitute certain exhibits filed in connection with the Lift Stay briefing that were incorrectly filed without redactions for exhibits containing redactions. The Court allowed the Motion to Redact (Dkt. No. 13067 in 17-BK-3283 and Dkt. No. 798 in 17-BK-3567) and sealed the following incorrectly filed exhibits: Exhibit 66 to the Declaration of William Natbony (Dkt. No. 13004-71 in 17-BK-3283-LTS and Dkt. No. 780-71 in 17-BK-3567), Exhibit 39 to the Declaration of Atara Miller (Dkt. No. 12998-15 in 17-BK-3283) and Exhibits 38, 41, 42, and 45 to the Declaration of John J. Hughes, III (Dkt. Nos. 13007-19, 13007-22, 13007-23, and 13007-26 in Case No. 17-BK-3283).

## **II. SPECIFIC RULINGS**

In the AAFAF Response, AAFAF agreed to public disclosure of the following documents which shall be un-sealed:

1. The Miller Declaration in support of the PRIFA Lift Stay Reply, and Exhibits 29 ,32 and 34 thereto. (Dkt. Nos. 13001 and 13001-5, 13001-8, and 13001-10 in 17-BK-3283).
2. Exhibit 1 to the Holder Declaration in Support of the PRIFA Lift Stay Reply. (Dkt. No. 13002-1 in 17-BK-3283).

3. The HTA Lift Stay Reply Brief (Dkt. No. 12996 in 17-BK-3283 and Dkt. No. 778 in 17-BK-3567).
4. Exhibit 1 to the Holder Declaration in Support of the HTA Lift Stay Reply (Dkt. No. 13005-1 in 17-BK-3283 and Dkt. No. 781-1 in 17-BK-3567).
5. Exhibits 2-3, 18-19 and 64 to the Natbony Declaration in support of the HTA Lift Stay Reply (Dkt. Nos. 13039-2 through 13039-12, 13039-28 through 13039-31, 13040-39 through 13040-41 in 17-BK-3283 and Dkt. Nos. 789-2 through 789-12, 789-28 through 789-31, 790-39 through 790-41 in 17-BK-3567).

AAFAF also requests that the Court keep under seal the exhibits the movants incorrectly filed without redactions. The Court hereby clarifies that those exhibits shall remain under seal in accordance with this Court's order on the Motion to Redact (see Dkt. No. 13067 in 17-BK-3283 and Dkt. No. 798 in 17-BK-3567).

With respect to the remaining Confidential Filings, AAFAF requests that they be publicly filed with redactions of "financial account numbers, taxpayer-identification numbers, and social security numbers (for each, except for the last four digits), consistent with Federal Rule of Bankruptcy Procedure 9037(a), and that employee non-work contact information and employee signatures be redacted as well . . . to protect government personnel from the risk of forgery, identity theft, or invasion of privacy that could result from the widespread dissemination of their signatures or non-work contact information." (AAFAF Response ¶ 6). The Court agrees and hereby directs movants to re-file the following Confidential Filings with financial account numbers, taxpayer-identification numbers, and social security numbers (for

each, except for the last four digits), and employee non-work contact information and employee signatures redacted:

1. PRIFA Lift Stay Reply (Dkt. No. 13000 in 17-BK-3283)
2. Exhibits 26, 37-38, 40 and 42 to the Miller Declaration in support of the PRIFA Lift Stay Reply (Dkt. Nos. 13001-2, 13001-13, 13001-14, 13001-16, and 13001-18).
3. CCDA Lift Stay Reply (Dkt. No. 13008 in 17-BK-3283)
4. Hughes Declaration in support of the CCDA Lift Stay Reply (Dkt. No. 13010 in 17-BK-3283)
5. Exhibits 22 through 37, 39, 40, 43, 44, 46 and 47 to the Hughes Declaration in support of the CCDA Lift Stay Reply (Dkt. Nos. 13010-3 through 13010-18, 13010-20, 13010-21, 13010-24, 13010-25, 13010-27 and 13010-28).
6. Exhibits 21, 27 through 40, 41, 43, 46 and 47 to the Natbony Declaration in support of the HTA Lift Stay Reply (Dkt. Nos. 13039-33, 13039-55 through 13039-91, 13040-1 through 13040-12, 13040-14 through 13040-16, 13040-19, and 13040-20 in 17-BK-3283 and 789-33, 789-44 through 789-91, 790-1 through 790-12, 790-14 through 790-16, 790-19, and 790-20 in 17-BK-3567).

The originally filed version of these Confidential Filings shall remain under seal. When refiling these materials on the public docket with redactions in accordance with this Order, movants must relate the new filings to the original filings and this Order. Please contact the Clerk's Office if there are any questions concerning the filing process.

This Order resolves Dkt. No. 13016 in 17-BK-3283 and Dkt. No. 784 in 17-BK-3567.

SO ORDERED.

Dated: June 2, 2020

/s/ Judith G. Dein  
HONORABLE JUDITH GAIL DEIN  
UNITED STATES MAGISTRATE JUDGE